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17018256

OMB APPROVAL 3235-0123 OMB Number: September 30 2017 Estimated average burden hours per response.....12.00

AUG 29 ZUT ANNUAL AUDITED REPORT **FORM X-17A-5** PART III

SEC FILE NUMBER 8-01633

Washington DC 408

FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING	_G 07/01/16AND	ENDING 06/30/	_{DING} 06/30/17	
	MM/DD/YY		MM/DD/YY	
A. RI	EGISTRANT IDENTIFICATIO	N		
NAME OF BROKER-DEALER: McCoun	rtney-Breckenridge & Company		OFFICIAL USE ONLY	
ADDRESS OF PRINCIPAL PLACE OF B	USINESS: (Do not use P.O. Box No.)		FIRM I.D. NO.	
10097 Manchester Road, Suite	e 101			
	(No. and Street)			
St. Louis	Missouri	631	22	
(City)	(State)	(Zip Co	ode)	
NAME AND TELEPHONE NUMBER OF	PERSON TO CONTACT IN REGARD			
Terry L. Cook			966-6514	
EMENDENHALI MEN MENANDARIA			Code – Telephone Number)	
B. AC	CCOUNTANT IDENTIFICATIO	N		
INDEPENDENT PUBLIC ACCOUNTANT	T whose opinion is contained in this Re	port*		
Cummings, Ristau & Associate	es, PC			
	(Name - if individual, state last, first, middl	e name)		
13023 Tesson Ferry Road, Sui	te 201 St. Louis	Missouri	63128	
(Address)	(City)	(State)	(Zip Code)	
CHECK ONE:				
Certified Public Accountant				
Certified I dolle Accountant				
Public Accountant				
Public Accountant				
(conscionate)	United States or any of its possessions.			

*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

OATH OR AFFIRMATION

I, Terry L. Cook		, swear (or affirm) that, to the best of
•	wledge and belief the accompanying financial rtney-Breckenridge & Co.	statement and supporting schedules pertaining to the firm of , as
of June	∍ 30	, 20_17, are true and correct. I further swear (or affirm) that
	the company nor any partner, proprietor, princed solely as that of a customer, except as follow	cipal officer or director has any proprietary interest in any account
St	STEVEN DUSTMANN My Commission Expires September 12, 2020 St. Louis County Commission #12605620 Notary Public	Vice President & Treasurer Title
図 (a) (b) 図 (c) 図 (d) 図 (e) 図 (f) 図 (i) 図 (i) 図 (i) 図 (i) 図 (k) 図 (i) 図	Computation for Determination of the Reserve A Reconciliation between the audited and una consolidation. An Oath or Affirmation. A copy of the SIPC Supplemental Report.	or Partners' or Sole Proprietors' Capital. ated to Claims of Creditors. equirements Pursuant to Rule 15c3-3.

^{**}For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).



Report of Independent Registered Public Accounting Firm

The Board of Directors and Stockholders McCourtney-Breckenridge & Company:

We have audited the accompanying statement of financial condition of McCourtney-Breckenridge & Company (the Company) as of June 30, 2017, and the related statements of operations, changes in stockholders' equity, and cash flows for the year then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of McCourtney-Breckenridge & Company as of June 30, 2017, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

The supplemental schedules titled Schedule 1 – Computation of Net Capital, Aggregate Indebtedness, and Ratio of Aggregate Indebtedness to Net Capital Under Rule 15c3-1; Schedule 2 – Computation for Determination of Reserve Requirements Under Rule 15c3-3; and Schedule 3 – Information Relating to Possession or Control Requirements Under Rule 15c3-3 (collectively referred to as the supplemental information) have been subjected to the audit procedures performed in conjunction with the audit of the Company's financial statements. The supplemental information is the responsibility of the Company's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming an opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with 17 C.F.R. § 240.17a-5. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Ceremings, Protect & Associates, P.C.

St. Louis, Missouri August 22, 2017

McCourtney-Breckenridge & Company Table of Contents

FINANCIAL STATEMENTS	
Statement of Financial Condition	2
Statement of Operations	3
Statement of Changes in Stockholders' Equity	4
Statement of Cash Flows	5
Notes to Financial Statements	6-7
SUPPLEMENTARY INFORMATION	
Computation of Net Capital, Aggregate Indebtedness, and Ratio of Aggregate	
Indebtedness to Net Capital Under Rule 15c3-1	Schedule 1
Computation for Determination of Reserve Requirements	
Under Rule 15c3-3	Schedule 2
Information relating to Possession or Control Requirements	
Under Rule 15c3-3	Schedule 3

Statement of Financial Condition June 30, 2017

Assets Cash and cash equivalents Deposits with clearing organizations Receivables from clearing broker (no allowance for doubtful accounts considered necessary)	\$	234,741 20,000 17,904
Furniture and equipment, at cost net of accumulated depreciation of \$57,668		- 20 249
Deferred income taxes Other assets		29,318 932
Total Assets	\$	302,895
Liabilities and Stockholders' Equity Accounts payable and accrued expenses	\$	12,163
Stockholders' Equity Capital stock, \$10 par value; 4,500 shares authorized, issued, and outstanding Class A common stock, nonvoting, equal participation with capital stock in dividends, \$10 par value; 4,500 shares authorized,		45,000
400 shares issued, and outstanding		4,000
Additional paid-in capital		21,086
Retained earnings	-	546,334 616,420
Less: Treasury stock, at cost (2,783 shares of capital stock and 224 shares of Class A common stock)		325,688
Total Stockholders' Equity Total Liabilities and Stockholders' Equity	-\$	290,732 302,895
Total Elabilities and Statisticalist Equity		,

Statement of Operations Year Ended June 30, 2017

Revenues Commissions Interest Other	\$ 258,029 73 4,000 262,102
Expenses Employee compensation and benefits Floor brokerage and other exchanges Communications Occupancy Other	223,279 20,389 10,225 10,879 28,135 292,907
Loss Before Credit for Income Taxes	(30,805)
Credit for Income Taxes Net Loss	(4,786) \$ (26,019)

Statement of Changes in Stockholders' Equity Year ended June 30, 2017

	Capital Stock	Class A Common Stock	Additional Paid-In Capital	Retained Earnings	Treasury Stock	Total
Balances, June 30, 2016	\$ 45,000	\$ 4,000	\$ 21,086	\$ 572,353	\$ (325,688)	\$ 316,751
Net Loss	-	-	-	(26,019)	-	(26,019)
Balances, June 30, 2017	\$ 45,000	\$ 4,000	\$ 21,086	\$ 546,334	\$ (325,688)	\$290,732

Statement of Cash Flows Year Ended June 30, 2017

Cash Flows from Operating Activities Net loss Adjustments to reconcile net loss to cash used in operating activities:	\$ (26,019)
Deferred income taxes	(4,786)
Changes in operating assets and liabilities:	
Receivables from clearing broker	1,202
Accounts payable and accrued expenses	(417)
Net cash used in operating activities	 (30,020)
Cash and Cash Equivalents, Beginning of Year	 264,761
Cash and Cash Equivalents, End of Year	\$ 234,741

Notes to Financial Statements Year Ended June 30, 2017

Note A - Summary of Significant Accounting Policies

Nature of activities McCourtney-Breckenridge & Company (the "Company") is a broker-dealer registered with the Securities and Exchange Commission ("SEC") and is a member of the Financial Industry Regulatory Authority ("FINRA"). The Company operates as a fully disclosed introducing broker and does not maintain customer accounts or securities.

Basis of presentation The accounting and reporting policies of the Company conform to generally accepted accounting principles within the broker-dealer industry.

Use of estimates The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Security transactions Security transactions and related revenues and expenses are recorded on a settlement date basis, which did not differ materially from a trade date basis during the year ended June 30, 2017.

Furniture and equipment Furniture and equipment are carried at cost less accumulated depreciation. When retired or otherwise disposed of, the original cost and accumulated depreciation are removed from the respective accounts and the net difference, less any amount realized from disposition, is reflected in operations.

Depreciation is computed on the straight-line method for financial reporting purposes as follows: furniture and fixtures – two to four years; computer equipment – three years. There was no depreciation expense charged to operations for the year ended June 30, 2017.

Income taxes Applicable income taxes are computed based on reported income and expenses, adjusted for permanent differences between reported and taxable income. The Company uses the asset and liability method of accounting for income taxes, in which deferred tax assets and liabilities are recognized for the estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using expected tax rates in effect for the year in which those temporary differences are expected to be settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the period which includes the enactment date. The Company has no uncertain tax positions at June 30, 2017.

Cash and cash equivalents The Company considers investments with an original maturity of three months or less to be cash equivalents.

Allowance for doubtful accounts Management regularly assesses the collectability of trade accounts receivable and establishes allowances for doubtful accounts when collection is considered unlikely. Management's assessment of collectability is based on the age of the underlying receivable in relation to the payment terms established with the parties as well as other factors relevant to a determination with respect to ultimate realizability, including the parties' payment history and a current analysis of the parties' credit worthiness. In the event management determines that a receivable is uncollectible, the amount thereof is charged-off against the allowance.

Subsequent events The Company has determined that no subsequent events have occurred since the statement of financial position date that would require recognition or disclosure in the financial

statements. It has evaluated all subsequent events as of August 22, 2017, the date these financial statements were available to be issued, but have not evaluated any events after that date.

Note B - Operating Lease

The Company leases its office space under an operating lease which expired on June 30, 2014 and has continued from that date on a month-to-month basis. Rent expense for the year ended June 30, 2017, was \$10,879.

Note C - Income Taxes

The credit for income taxes for the year ended June 30, 2017, is comprised solely of a deferred tax benefit.

A reconciliation of the expected 2017 income tax credit computed by applying the federal statutory rate of 34% to net loss before credit for income taxes is as follows:

Expected statuatory federal income tax credit	\$ (10,474)
Effect of graduated rates	5,853
State income credit, net	(1,083)
Nondeductible entertainment expense	918
	\$ (4,786)

Deferred income tax assets consist of the following at June 30, 2017:

Net operating loss carryforward	\$ 29,318
	\$ 29,318

The Company is required to provide a valuation reserve on deferred tax assets when it is more likely than not that some portion of the assets will not be realized. At June 30, 2017, the Company had a net operating loss carryforward for tax reporting purposes of \$146,300, which expires at various dates from 2032 to 2036. The Company has not established a valuation reserve at June 30, 2017, due to management's belief the deferred tax asset will be realized.

Note D - Financial Instruments and Credit Risk

The Company's financial instruments that are exposed to concentrations of credit risk consist primarily of cash. The Company places its cash balances at financial institutions and clearing brokers where such balances will, at times, exceed the FDIC and SIPC insurance limits.

Note E - Net Capital Requirements

The Company is subject to the net capital rules (Rule 15c3-1) of the SEC. These rules prohibit a broker-dealer from engaging in any securities transaction at a time when its ratio of "aggregate indebtedness" to "net capital," as those terms are defined by the rules, exceeds 15 to 1. At June 30, 2017, the Company's net capital and required net capital were \$255,844 and \$100,000, respectively, and its ratio of aggregate indebtedness to net capital was 0.048 to 1.

Note F - Unsettled Trades

The risk of loss on unsettled transactions is identical to settled transactions and relates to customers' or brokers' inability to meet the terms of their contracts. Credit risk is reduced by the industry policy of obtaining and maintaining adequate collateral until the commitment is completed. There was one unsettled trade at June 30, 2017.

SUPPLEMENTARY INFORMATION

McCOURTNEY-BRECKENRIDGE & COMPANY		Schedule 1	
Computation of Net Capital, Aggregate Indebtedness, and Ratio of A Indebtedness to Net Capital Under Rule 15c3-1 June 30, 2017	ggregate		
Net Capital			
Stockholders' equity	\$	290,732	
Deductions			
Stockholders' equity qualified for net capital		290,732	
Additions			
Total capital and allowable subordinated liabilities		290,732	
Less nonallowable assets	·	30,388	
Net capital before haircuts on securities positions		260,344	
Less haircuts on trading and investment securities pursuant			
to Rule 15c3-1		4,500	
Net capital		255,844	
Less net capital requirement		100,000	
Net capital in excess of requirement	\$	155,844	

Ratio of Aggregate Indebtedness to Net Capital

Accounts payable and accrued expenses

Aggregate Indebtedness

0.048 to 1

12,163

\$

Reconciliation of the Above to the Computation in Part II of Form X-17A-5

Net capital as reported in Part II of Form X-17A-5 Adjustments and reconciling items Income tax adjustments - income taxes Increase to nonallowable assets - income tax benefit Net capital per above	\$ 255,844 - 4,786 (4,786) 255,844
Aggregate indebtedness as reported in Part II of Form X-17A-5 Adjustments and reconciling items Aggregate indebtedness per above	\$ 12,162 1 12,163

See accompanying report of independent registered public accounting firm.

Computation for Determination of Reserve Requirements Under Rule 15c3-3 June 30, 2017 Customer funds held in excess \$ Amount in reserve bank account \$ See accompanying report of independent registered public accounting firm.

Schedule 3

Information relating to Possession or Control Requirements
Under Rule 15c3-3
June 30, 2017

The Company does not maintain customer accounts and does not handle securities and therefore is eligible under the exemptive provisions of Rule 15c3-3 to exclude certain portions of 15c3-3 such as computations of amounts to be on deposit in a special reserve bank account, possession and control requirements.

McCourtney-Breckenridge & Company is in compliance with the conditions of exemption.

See accompanying report of independent registered public accounting firm.



Report of Independent Registered Public Accounting Firm

The Board of Directors and Stockholders McCourtney-Breckenridge & Company:

We have reviewed management's statements, included in the accompanying Exemption Report Filed Pursuant to SEC Rule 17a-5, in which (1) McCourtney-Breckenridge & Company identified the following provisions of 17 C.F.R. § 15c3-3(k) under which McCourtney-Breckenridge & Company claimed an exemption from 17 C.F.R. § 240.15c3-3 (2)(ii) (the "exemption provisions") and (2) McCourtney-Breckenridge & Company stated that McCourtney-Breckenridge & Company met the identified exemption provisions through the most recent fiscal year without exception. McCourtney-Breckenridge & Company's management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about McCourtney-Breckenridge & Company's compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the conditions set forth in paragraph (k)(2)(ii) of Rule 15c3-3 under the Securities Exchange Act of 1934.

Ceremonyo, Protece + Associates P.C.

St. Louis, Missouri August 22, 2017

McCourtney-Breckenridge & Company

Investment Securities

10097 Manchester Road Suite 101 St. Louis, MO 63122

(314) 966-6514

August 22, 2017

Fax (314) 966-6524

EXEMPTION REPORT FILED PURSUANT TO SEC RULE 17a-5

Pursuant to SEC Rule 17a-5, McCourtney-Breckenridge & Company is making the following assertions regarding its exemption from SEC-Rule 15c3-3:

McCourtney-Breckenridge & Company is exempt from SEC Rule 15c3-3 under section (k)(2)(ii) as all customer transactions are cleared through another broker-dealer on a fully disclosed basis.

Further, McCourtney-Breckenridge & Company met the identified exemption provisions throughout the most recent fiscal year ended June 30, 2017, without exception.

McCourtney-Breckenridge & Company

Terry L. Cowk,

Vice President & Treasurer



Report of Independent Registered Public Accounting Firm

The Board of Directors and Stockholders McCourtney-Breckenridge & Company:

We have audited the accompanying statement of financial condition of McCourtney-Breckenridge & Company (the Company) as of June 30, 2017. This statement of financial condition is the responsibility of the Company's management. Our responsibility is to express an opinion on the statement of financial condition based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the statement of financial condition is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement of financial condition. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statement of financial condition presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the statement of financial condition referred to above presents fairly, in all material respects, the financial condition of McCourtney-Breckenridge & Company as of June 30, 2017 in accordance with accounting principles generally accepted in the United States of America.

Ceremings, Protect & Associates, P.C.

St. Louis, Missouri August 22, 2017

Statement of Financial Condition June 30, 2017

Deposits with clearing organizations 20,00 Receivables from clearing broker (no allowance for doubtful accounts 17,90 considered necessary)	
Furniture and equipment, at cost net of accumulated depreciation of \$57,668	_
Deferred income taxes 29,310 Other assets 93	
Total Assets \$ 302,89	
Liabilities and Stockholders' Equity	
Accounts payable and accrued expenses \$ 12,165	3
Stockholders' Equity Capital stock, \$10 par value; 4,500 shares authorized, issued, and outstanding 45,000	0
Class A common stock, nonvoting, equal participation with capital stock in dividends, \$10 par value; 4,500 shares authorized,	-
400 shares issued, and outstanding 4,000	
Additional paid-in capital 21,086	
Retained earnings 546,334	
616,420	J
Less: Treasury stock, at cost (2,783 shares of capital stock and 224 shares of Class A common stock) 325,688	A
Total Stockholders' Equity 290,732	_
Total Liabilities and Stockholders' Equity \$ 302,899	

See accompanying notes to statement of financial condition.

Notes to Statement of Financial Condition Year Ended June 30, 2017

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